

MITCHELL KATE  
Form 4  
April 28, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BAVP, L.P.

2. Issuer Name and Ticker or Trading Symbol  
ALIMERA SCIENCES INC [ALIM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
950 TOWER LANE, SUITE 700  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
04/27/2010

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

FOSTER CITY, CA 94404

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_\_ Form filed by One Reporting Person  
\_X\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock                    | 04/27/2010                           |  | C                              | (A)<br>1,649,358<br>(1)   | A (1) 1,649,358   | D (2)  | Beneficial Ownership              |
| Common Stock                    | 04/27/2010                           |  | C                              | (A)<br>1,121,866<br>(3)   | A (4) 2,771,224   | D (2)  | Beneficial Ownership              |
| Common Stock                    | 04/27/2010                           |  | C                              | (A)<br>1,153,719<br>(5)   | A (6) 3,924,943   | D (2)  | Beneficial Ownership              |
| Common Stock                    | 04/27/2010                           |  | C                              | (A)<br>574,515<br>(7)   | A (8) 4,499,458   | D (2)  | Beneficial Ownership              |
| Common Stock                    | 04/27/2010                           |  | P                              | 363,636   | A \$ 11 4,863,094   | D (2)  | Beneficial Ownership              |

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount Number Shares                                    |
| Series A Convertible Preferred Stock       | (1)  | 04/27/2010                           |  | C                              | 1,562,184   | (9) (9)  | Common Stock 1,649,   |
| Series B Convertible Preferred Stock       | (4)  | 04/27/2010                           |  | C                              | 1,121,866   | (9) (9)  | Common Stock 1,121,   |
| Series C Convertible Preferred Stock       | (6)  | 04/27/2010                           |  | C                              | 1,153,719   | (9) (9)  | Common Stock 1,153,   |
| Series C-1 Convertible Preferred Stock     | (8)  | 04/27/2010                           |  | C                              | 574,515   | (9) (9)  | Common Stock 574,5  |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| BAVP, L.P.<br>950 TOWER LANE, SUITE 700<br>FOSTER CITY, CA 94404   |               | X         |         |       |
| BOCK LOUIS C<br>950 TOWER LANE, SUITE 700<br>FOSTER CITY, CA 94404 |               | X         |         |       |
| MITCHELL KATE<br>950 TOWER LANE, SUITE 700                         |               | X         |         |       |

FOSTER CITY, CA 94404

O'Driscoll Rory  
950 TOWER LANE, SUITE 700 X  
FOSTER CITY, CA 94404

Scale Venture Management I, LLC  
950 TOWER LANE, SUITE 700 X  
FOSTER CITY, CA 94404

## Signatures

|  |                                 |            |
|--|---------------------------------|------------|
| /s/ BAVP, LP, By: Scale Venture Management I, LLC, its General Partner, By: Mark Brooks, Managing Member |                                 | 04/28/2010 |
|  | __Signature of Reporting Person | Date       |
| /s/ Louis C. Bock  |                                 | 04/28/2010 |
|  | __Signature of Reporting Person | Date       |
| /s/ Kate Mitchell  |                                 | 04/28/2010 |
|  | __Signature of Reporting Person | Date       |
| /s/ Rory O'Driscoll  |                                 | 04/28/2010 |
|  | __Signature of Reporting Person | Date       |
| /s/ Scale Management I, LLC, by: Mark Brooks, Managing Member  |                                 | 04/28/2010 |
|  | __Signature of Reporting Person | Date       |

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Automatic conversion, in connection with the Issuer's initial public offering, of 1,562,184 shares of Series A Preferred Stock into 1,649,358 shares of common stock.  
The shares are held by BAVP, LP ("BAVP"). The General Partner of BAVP is Scale Venture Management I, LLC ("Scale"). Louis Bock, Kate Mitchell, Rory O'Driscoll and Mark Brooks are managing members of Scale and share voting and investment power with respect to these shares. Each of the managing members of Scale disclaims beneficial ownership with respect to these shares except to the extent of their pecuniary interest therein.
- (2) Kate Mitchell, Rory O'Driscoll and Mark Brooks are managing members of Scale and share voting and investment power with respect to these shares. Each of the managing members of Scale disclaims beneficial ownership with respect to these shares except to the extent of their pecuniary interest therein.
- (3) Automatic conversion, in connection with the Issuer's initial public offering, of Series B Preferred Stock at a rate of 1-for-1, resulting in the issuance of 1,121,866 shares of common stock.
- (4) The Series B Convertible Preferred Stock converted into the Issuer's Common Stock at a rate of 1-for-1.
- (5) Automatic conversion, in connection with the Issuer's initial public offering, of Series C Preferred Stock at a rate of 1-for-1, resulting in the issuance of 1,153,719 shares of common stock.
- (6) The Series C Convertible Preferred Stock converted into the Issuer's Common Stock at a rate of 1-for-1.
- (7) Automatic conversion, in connection with the Issuer's initial public offering, of Series C-1 Preferred Stock at a rate of 1-for-1, resulting in the issuance of 574,515 shares of common stock.
- (8) The Series C-1 Convertible Preferred Stock converted into the Issuer's Common Stock at a rate of 1-for-1.
- (9) The securities are preferred stock of the Issuer and do not have an expiration date. The securities automatically converted into common stock upon the closing of the Issuer's initial public offering.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.